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Amend Rest.
C.COULLIETTE
NOV 21 2008
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Katsel Dharma Center

DOCUMENT NUMBER: N08000003641

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nels Gullerud

(Name of Contact Person)

Katsel Dharma Center Inc

(Firm/ Company)

(c/o Nels Gullerud)

PO Box 364

(Address)

Terra Ceia, FL 34250

(City/ State and Zip Code)

For further information concerning this matter, please call:

Nels Gullerud

(Name of Contact Person)

at (727) 572-1567

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

NEW CORPORATE NAME (if changing):

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See Attached Amended Articles of Incorporation

(Attach additional pages if necessary)
(continued)

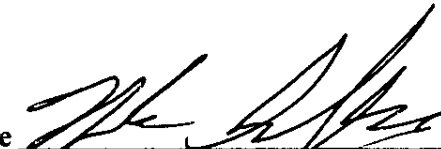
The date of adoption of the amendment(s) was: October 19, 2008

Effective date if applicable: Same as above
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Nels Gullerud

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE: \$35

Amended & Restated

**ARTICLES OF INCORPORATION
OF THE
KATSEL DHARMA CENTER, INCORPORATED**

The Undersigned, Alejandro Nicholas Marrero, whose address is 4822 Limerick Dr, Tampa, FL 33610, being at least 18 years of age, does hereby form a non-profit corporation under the general laws of the State of Florida.

ARTICLE I - NAME:

The Name of this organization shall be the Katsel Dharma Center, Incorporated (Hereafter referred to as the Center)

ARTICLE II - PURPOSE:

The Center is formed in order to facilitate the practice and teachings of Tibetan Buddhism, in accordance with the tradition of the Drikung Kagyu lineage. In this regard, we acknowledge the ecclesiastic authority of the Drikung Kyabgon, Chetsang and Chungtsang Rimpoche. The Center is incorporated for exclusively religious purposes such as, but not limited to:

- a) Providing an opportunity for people to hear the Buddha's authentic teachings;
- b) To provide positive and productive religious programs with educational benefits to the general public, including access to actual lineage teachers;
- c) Facilitating contemplation of the Dharma;
- d) Aiding practitioners in their development of wisdom and compassion through meditation;
- e) Supporting a community dedicated to living by Buddhist moral standards;
- f) Promoting the spiritual welfare of all beings; and
- g) Generally doing all acts necessary or expedient in connection with these purposes as permitted by the laws of the state of Florida.

The Center is to be operated for such religious and charitable purposes and exempt within the meaning of the Section 501(c)(3) of the Internal Revenue Code of 1954, as that section exists or may subsequently be amended (The Code).

ARTICLE III - MEMBERSHIP:

The Center is to have members. The membership is available to all persons who support the purposes set forth in Article II above without regard to age, gender, ethnicity, race, religion or physical disability.

ARTICLE IV – DISSOLUTION:

Upon the dissolution of the Center or the winding up of its affairs, after payment or provision for the payment of the Center's debts and obligations, the assets of the Center shall be distributed exclusively to and become the property of such nonprofit funds, foundations or corporations, organized and operated exclusively for charitable purposes, as are selected and designated by the Board of Directors of the Center, and which at that time qualify as an exempt organization or organizations under the provisions of Section 501(c)(3) of The Code.

No directors or officers of the Center or any private individual shall be entitled to share in the distribution or division of any of the Center's assets upon dissolution of the Center. Any such assets not disposed of shall be disposed of by the appropriate court of the jurisdiction in which the principal office of the Center is then located, exclusively for such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V - DURATION:

The duration of this Center shall be perpetual

ARTICLE VI - NO STOCK:

The Center is a non-profit non-stock organization; the Center shall derive its financial support from contributions from the general public and business entities and from grants or contributions from other exempt organizations.

ARTICLE VII - INITIAL OFFICE AND AGENT:

The initial registered agent of the Center shall be Alejandro Nicholas Marrero, a resident of Florida. The initial registered office of the Center shall be at 4822 Limerick Road, Tampa, FL 33610 in Hillsborough County, Florida, which is also the business address of the registered agent.

ARTICLE VIII - DIRECTORS:

The number of the directors constituting the initial board of director is 6 which number may be increased or decreased pursuant to the Bylaws of the Center. The names and addresses of the persons who are to serve the initial directors are as follows:

Alejandro Nicholas Marrero, President
4822 Limerick Road, Tampa FL 33610

Michael Duke, Vice President
4822 Limerick Road, Tampa FL 33610

Clyde Sexton, Treasurer
4822 Limerick Road, Tampa FL 33610

Nels Gullerud, Secretary
61 Liles St (PO Box 364), Terra Ceia FL 34250

Tim Nelsen, Artistic Director
1206 Westbury Pointe Dr - Apt 201, Brandon FL 33511

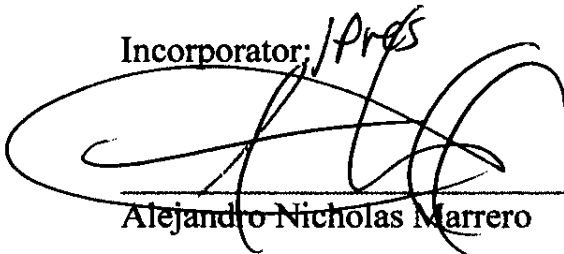
ARTICLE IX - INDEMNIFICATION OF OFFICERS AND DIRECTORS:

- A. The Center shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether criminal, administrative or investigative by reason of the fact that he is or was a director or officer of the Center, or is or was serving at the request of the Center as a director or officer of another corporation, partnership or other enterprise, against judgments, fines, amounts paid in settlement and expenses (including attorney's fees), actually and reasonably incurred by him except in relation to any claim, issue or matter as to which such person shall have finally adjudged to be liable for his gross negligence or willful misconduct. Each such indemnity shall inure to the benefit of the heirs, executors and administrators of such person.

B. Any indemnity under Subsection (a) above shall, unless authorized by a court, be made by the Center only as authorized in the specific case upon a determination that the director or officer was not guilty of gross negligence or willful misconduct in the performance of his duty and, in case of settlement, that such settlement was, or if still to be made is, consistent with such indemnity and the best interests of the Corporation. Such determination shall be made by the Board of Directors by a majority vote of a quorum with a minimum of 5 directors.

1. OTHER: The provisions for the regulation of the internal affairs of the Center shall be as set forth in the Bylaws of the Center.

IN WITNESS WHEREOF, I, the undersigned, Alejandro Nicholas Marrero, being Incorporator herein named, executed these amended articles of incorporation this 19 day of October, 2008, and acknowledge the same to be my act.

Incorporator: Pres

Alejandro Nicholas Marrero